ORIGINAL

BEFORE THE COPYRIGHT ROYALTY TRIBUNAL Washington, D.C.

In the Matter of
1984 Cable Royalty
Distribution Proceeding
)
CRT Docket 85-4-84CD
)

Rebuttal Testimony of Richard C. Thrall, Senior Vice President-Programs, General Manager-Nashville, Multimedia Entertainment, Inc.

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Attorneys for Multimedia Entertainment, Inc.

November 18, 1986

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This rebuttal testimony is presented as evidence of Multimedia Entertainment, Inc. ("Multimedia") in Phase II of the 1984 Cable Royalty Distribution Proceeding.

I. <u>Introduction</u>

Multimedia has reviewed the direct testimony of Allen R. Cooper and Marsha E. Kessler, witnesses for the Motion Picture Association of America ("MPAA") in this proceeding. Mr. Cooper's testimony proposes that the Tribunal cut Multimedia's share of the Program Supplier's royalty pool from 1.0% awarded in the 1983 proceeding to 0.3%. There is, however, absolutely no justification for such action. Multimedia has requested that its share be increased to 1.2% based on the factors set out in my direct testimony.

II. The MPAA/Nielsen Study Is Not A Reliable Guide With Respect To Individual Programs

As in previous years, MPAA has attempted to quantify cable household viewing of syndicated programs

appearing on selected distant signals. MPAA has presented a list of some 5,874 programs for which it is making a joint claim and the asserted viewership of each. The construction of this study is the same as in years past. 1/ My criticism of the study is well-known and has been cited by the Tribunal in its published conclusions. See e.g. 51 Fed. Reg. 12817 (April 15, 1986). In fact, in every previous proceeding, the Tribunal has properly declined to apply the MPAA viewing formula on an individual basis. I hereby incorporate by reference those criticisms, which are summarized in Multimedia's Findings of Fact, Conclusions of Law, filed with the Tribunal in the 1979-1983 proceedings.

To highlight a few specific and serious flaws with the Study, Multimedia underscores the following:

1. MPAA's emphasis on sweep weeks denies entitlement to numerous programs. Many Multimedia Specials are not measured in the MPAA Study, even though they are carried on the selected sample stations, because they air outside the sweep weeks. For example, although the 18th
Annual Music City News Awards aired on 20 of MPAA's selected

^{1/} MPAA stated in its 1984 Direct Case "The Special Nielsen Study commissioned by MPAA for 1984 is essentially similar to the 1983 Study," MPAA Direct Case at 2. Mr. Cooper acknowledged, "The same methodology was used for [1983 and 1984]." Cooper Tr. at 715.

stations, only one such broadcast occurred during the sweep periods. The Hank Williams Special and the repeat of Volunteer Jam aired on 19 and 20 sample stations respectively, but only eight telecasts in total fell within the MPAA's Study period for measurement. Broadcast of Stubby Pringle's Christmas and the repeat of New Faces were carried by 38 sample stations combined, but not one broadcast could have been measured by MPAA because all programs were aired outside the sweep dates. Other Multimedia Specials, carried by sample stations, are omitted from the Study because they too were broadcast in non-sweep months. As in the past, such omissions seriously uncut the validity of the Study's results, particularly as it is used for comparative purposes with non-MPAA members like Multimedia.

2. In 1984, MPAA changed the stations in its sample. As a result, comparisons between 1983 and 1984 performances of particular programs is unreliable. Donahue's carriage on the selected stations provides a vivid illustration of that fact. The Donahue program was carried by two stations which were added to the study in 1984 and five stations which were deleted. In round numbers, Donahue lost 260,000 viewers by that swap. If those viewers watched Donahue as loyally as the national average, this one show would have had an increase of almost 1.9 million viewing hours during the six measurement cycles. See Rebuttal

- Exhibit 1. Quite significantly, one of the stations omitted was WBBM-TV, Chicago, Illinois, Donahue's flagship station and the only station in the United States to carry the show live in 1984.
- 3. Another serious question about the validity of MPAA's study appears from comparing MPAA viewing hour totals to data derived from the Nielsen ROSPs. Using an approach similar to MPAA Cross-Examination Exhibit 8X, Multimedia discovered that there are numerous instances where the viewing hours claimed by MPAA is far in excess of the potential Non-DMA ("Distant") viewing for those programs. Rebuttal Exhibit 2. Since Non-DMA Households generally represents more than just "distant" cable viewers under MPAA's scheme, $\frac{2}{}$ it is expected that Non-DMA Households, when multiplied by the number of hours a program is broadcast, should exceed actual distant cable viewing. Nevertheless, Rebuttal Exhibit 2 is very instructive because it shows that even attributing every household to distant cable viewership, the MPAA's viewing figures greatly exceed the Non-DMA ("Distant") viewing totals. In total, the MPAA figures are 230% higher than the Non-DMA Households could possibly

<u>2</u>/ This is because this figure may include off-the-air viewers, significantly-viewed signals, hyphenated-market signals, signals within the specified zone of a local market, and all stations carrying a program, not just the MPAA sample stations.

justify, assuming every Non-DMA Household viewer was included in the MPAA Study. The distortions are particularly troublesome since the twelve programs Multimedia reviewed are among the MPAA's top programs, accounting for over 365 million viewing hours.

4. No Phase II proceeding is complete without some contrast of Merv and Donahue. Multimedia Rebuttal Exhibit 3 points out according to the 1984 Nielsen ROSPs that in the markets where both programs aired, Donahue increased a station's ratings over the lead-in show almost 75% of the time, while Merv reduced the lead-in ratings over 55% of the time. As far as getting and holding viewers, there is no comparison.

III. Copyright Issues

In past years, Multimedia has questioned the copyright status of works claimed by MPAA. Since MPAA fails to select out public domain works from its claim, many of these shows repeat claims from year to year. 1984 is no exception.

A. Works Conceded By MPAA To Be In The Public Domain In 1983 Proceeding Reappear In 1984

In its 1983 decision, the Tribunal accepted Multimedia's unrefuted representation that certain episodes of THE LONE RANGER series and seven movie titles were in the public domain. Despite the Tribunal's decision and MPAA's concession on this issue, MPAA's 1984 claim again includes

THE LONE RANGER series and five of the seven movies.

According to the MPAA's own records, these programs' share increased 240%, from almost 970,000 viewing hours to over 2,340,000 viewing hours. Multimedia Rebuttal Exhibit 4.

В. Copyright Status Of POPEYE Episodes Revisited In the 1983 Distribution Case, Multimedia challenged the validity of the MPAA claim to POPEYE because episodes owned by Paramount Pictures Corporation were not protected under the 1909 Copyright Act. Multimedia's 1983 Exhibit 2X is reincorporated here by reference. responded by stating that the claimed POPEYE episodes were owned by MGM/UA, not Paramount, 1983 Phase II Tr. 214-220, and the Tribunal accepted that explanation. 51 Fed. Reg. However, the Tribunal's finding was premised on misinformation. Copyright Office records reveal that, through certain intermediary corporations, Paramount in fact assigned POPEYE episodes to United Artists. Multimedia Rebuttal Exhibit 5 consists of photocopies of two assignment agreements taken from the Copyright Office records, which establish the connection between Paramount and United Artists. One contract evidences transfer of certain POPEYE titles (including public domain episodes) from Paramount to Associated Artists Productions (formerly P.R.M. Inc.). second contract evidences the assignment of POPEYE episodes from AAP to United Artists. The Exhibit also includes

photocopies of the Assignment Title Cards from the Copyright Office's files which also link Paramount's transfer of POPEYE titles to United Artists. Thus, MPAA's claim for this program should be rejected.

C. Many Other Titles Claimed By MPAA In 1984 Are Also In The Public Domain

Multimedia's Rebuttal Exhibit 6 consists of documentation secured from the Copyright Office indicating thirteen additional programs are in the public domain. These titles account for 1,885,079 viewing hours.

D. Conclusion: MPAA's Certification Process Does Not Work And The Burden Of Clearing Titles Should Shift To MPAA

The total viewing hours for all these public domain works exceeds thirteen (13) million. In dollar terms, Multimedia estimates MPAA's claim for these shows to be about \$390,000. See Multimedia Rebuttal Exhibit 7. This is clearly not a de minimis sum and it is an amount which underscores the failure of MPAA's "certification" process to perform the essential function of assuring the Tribunal about MPAA's entitlement to royalties. Since titles are repeated year after year in MPAA's claim, MPAA, not Multimedia, should verify once and for all, its legal entitlement of the thousands of titles for which it seeks royalties. Otherwise, it should relinquish any claim to these contested funds.

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Rebuttal Exhibit 1

MPAA CHANGES IN SWEEP STATIONS EFFECT ON DONAHUE COVERAGE

Stations Added In 1984	Distant Vi	ewing Subscribers*/
KSDK - St. Louis		270,769
WBRE - Wilkes Barre/Scranton		314,614
	Total:	585,383
Stations Deleted In 1984	<u>Distant Vi</u>	ewing Subscribers*/
WBBM - Chicago		197,514
WPLG - Miami		183,999
KSNT - Topeka		169,963
WCMH - Columbus		117,991
WTVN - Columbus		176,843
	Total:	846,310
Distant Viewers Lost For	Donahue:	260,927

If <u>Donahue</u> achieved its national rating of 6 in these households, it would have added almost 1.9 million distant viewing hours from these stations:

Assuming 6% Rating, for Homes Viewing Donahue: 15,656

Estimated Viewing Hours in 24 week period:

1,878,720

Source of Distant Viewing Subscribers is Cable Data Corp.'s listing provided by MPAA and secured by Multimedia in Phase II discovery.

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Multimedia Rebuttal Exhibit 2, Page 1

VIEWERSHIP OF SELECTED MPAA PROGRAMS WITHIN AND OUTSIDE DESIGNATED MARKET AREAS OF TELEVISION STATIONS ORIGINATING BROADCASTS OF THIS SERIES

(SOURCE: NIELSEN "REPORT ON SYNDICATED PROGRAMS")

	"IOCAL" (DMA) <u>HOUSEHOLDS</u> (000)	"TOTAL" (DMA & NON—DMA) <u>HOUSEHOLDS</u> (000)	"DISTANT" (NON-DMA) HOUSEHOLDS (000)	HOURS <u>PER WEEK</u>	4 WEEKS	VIEWING HOURS PER SWEEP
Flintstones						
Feb May July Nov	2,140 1,857 1,674 1,831	2,558 2,184 1,955 2,132	418 327 281 301	2.5 2.5 2.5 2.5	4 4 4 4	4,180,000 3,270,000 2,810,000 3,010,000 13,270,000
I Love Lucy						
Feb May July Nov	1,014 928 1,318 1,035	1,242 1,128 1,516 1,241	228 200 198 206	2.5 2.5 2.5 2.5	4 4 4 4	2,280,000 2,000,000 1,980,000 2,060,000 8,320,000
I Dream of Jeannie						
Feb May July Nov	539 388 791 690	722 597 1,134 892	183 209 343 202	2.5 2.5 2.5 2.5	4 4 4 4	1,830,000 2,090,000 3,430,000 2,020,000 9,370,000

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VIEWING HOURS PER SWEEP	3,670,000 3,070,000 3,120,000 3,070,000 12,930,000	1,980,000 3,700,000 3,890,000 1,490,000 11,060,000	1,060,000 1,140,000 980,000 1,200,000 4,380,000
4 WEEKS	ቲ ፋ ፋ ፋ	ਰਾ ਰਾ ਰਾ	ታ 4 4 4
HOURS	2 2 2 2	0 0 0 0	വവവ
PER WEEK	5 5 5 5	0 0 0 0	
"DISTANT"	367	198	53
(NON-DWA)	307	370	57
HOUSEHOLDS	312	389	49
(000)	307	149	60
"TOTAL" (DWA & NON-DWA) HOUSEHOLDS (000)	1,152	1,120	505
	969	1,394	474
	1,040	1,551	491
	903	1,002	535
"LOCAL"	785	922	452
(DWA)	662	1,024	417
HOUSEHOLDS	728	1,162	442
(000)	596	853	475
	Beverly Hillbillies	Leave It To Beaver	Perry Mason
	Feb	Feb	Feb
	May	May	May
	July	July	July
	Nov	Nov	Nov

Multimedia Rebuttal Exhibit 2, Page 3

	"IOCAL" (DMA) <u>HOUSEHOLDS</u> (000)	"TOTAL" (DMA & NON-DMA) HOUSEHOLDS (000)	"DISTANT" (NON-DMA) HOUSEHOLDS (000)	HOURS <u>PER WEEK</u>	4 WEEKS	VIEWING HOURS PER SWEEP
Andy Griffith						
Feb May July Nov	1,477 1,311 1,188 1,271	1,919 1,748 1,486 1,661	442 437 298 390	2.5 2.5 2.5 2.5	4 4 4 4	4,420,000 4,370,000 2,980,000 3,900,000 15,670,000
Carol Burnett						
Feb May July Nov	920 911 1,093 407	1,064 1,037 1,388 492	144 126 295 85	2.5 2.5 2.5 2.5	4 4 4 4	1,440,000 1,260,000 2,950,000 850,000 6,500,000
Bewitched						
Feb May July Nov	1,101 1,116 1,450 1,312	1,328 1,308 1,664 1,522	227 192 214 210	2.5 2.5 2.5 2.5	4 4 4 4	2,270,000 1,920,000 2,140,000 2,100,000 8,430,000

Multimedia Rebuttal Exhibit 2, Page 4

	"IOCAL" (DMA) <u>HOUSEHOLDS</u> (000)	"TOTAL" (DMA & NON-DMA) HOUSEHOLDS (000)	"DISTANT" (NON-DMA) <u>HOUSEHOLDS</u> (000)	HOURS PER WEEK	4 WEEKS	VIEWING HOURS PER SWEEP
Brady Bunch						
Feb May July Nov	1,053 916 1,126 1,055	1,295 1,122 1,340 1,238	242 206 214 183	2.5 2.5 2.5 2.5	4 4 4 4	2,420,000 2,060,000 2,140,000 1,830,000 8,450,000
Munsters						
Feb May July Nov	715 400 600 464	838 465 714 522	123 65 114 58	2.5 2.5 2.5 2.5	4 4 4 4	1,230,000 650,000 1,110,000 580,000 3,600,000
Gomer Pyle						
Feb May July Nov	243 308 517 393	288 357 588 470	45 49 71 77	2.5 2.5 2.5 2.5	4 4 4 4	450,000 490,000 710,000 <u>770,000</u> 2,420,000

COMPARISON OF MPAA STUDY RESULTS WITH NSI VIEWERSHIP

Program <u>Title</u>	NSI Viewing Hours 16 Week	NSI Viewing Hours Converted to 24 Week Cycle	MPAA 24 Week Cycle <u>Total</u>	MPAA % of NSI <u>Viewing Hours</u>
Flintstones	13,270,000	19,905,000	29,740,165	149
I Love Lucy	8,320,000	12,480,000	25,590,749	205
I Dream of Jeannie	9,370,000	14,055,000	24,974,990	177
Beverly Hillbillies	12,930,000	19,395,000	19,999,099	103
Leave it to Beaver	11,060,000	16,590,000	50,010,273	301
Perry Mason	4,380,000	6,570,000	47,220,966	718
Andy Griffith	15,670,000	23,505,000	42,818,698	182
Carol Burnett	6,500,000	9,750,000	31,278,012	320
Bewitched	8,430,000	12,645,000	27,415,333	216
Brady Bunch	8,450,000	12,675,000	26,380,127	208
Munsters	3,600,000	5,400,000	20,093,986	372
Gomer Pyle	2,420,000	3,630,000	11,165,512	<u>307</u>
	' Total	156,600,000	365,721,098	233%

^{*/} For comparison purposes, this total assumes every Non-DMA Household Viewing is attributable to MPAA selected stations. In reality, this result is not likely because the ROSP figures include local and non-MPAA sample stations. Therefore, the NSI Viewing Hour totals are overstated and the distortions caused by the MPAA study are greater than this chart suggests.

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Rebuttal Exhibit 3

COMPARISON OF DONAHUE AND THE MERV SHOW IN MAINTAINING OR INCREASING AUDIENCES BASED ON RATINGS OF LEAD-IN PROGRAMS*

			THE MEF	<u>rv</u> <u>I</u>	OONAH	<u>UE</u>
February (25		Increase:	5		19	
markets) <u>May</u>		Maintained: Decrease:	4 16		2 4	
(26 markets)	Ratings	Increase: Maintained: Decrease:	5 5 16		20	
July	Kacings	Decrease:	10		4	
(23 markets)	Ratings	Increase: Maintained: Decrease:	7 6 10		16 3 4	
November (23 markets)	Ratings	Increase: Maintained: Decrease:	6 5 12		16 4 3	
Totals:			Mer	<u>v</u>	Dona	<u>ahue</u>
	Ratings	Increase: Maintained: Decrease:	23 20 54	24% 21% 56%		73% 11% 15%

^{*}Based on Markets where both $\underline{\text{The Merv Show}}$ and $\underline{\text{Donahue}}$ aired according to 1984 Nielsen ROSPS.

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Rebuttal Exhibit 4

WORKS IDENTIFIED IN 1983 PROCEEDING AS BEING IN THE PUBLIC DOMAIN

	1983	<u> 1984</u>
LONE RANGER	33,494	828,523
PERILS OF PAULINE	365,008	770,800
MY DEAR SECRETARY	343,943	429,304
THE STRANGE LOVE OF MARTHA IVERS	8,382	220,011
THE THIRTY-NINE STEPS	187,190	86,208
THE SNOWS OF KILIMANJARO	31,501	12,960
Total Viewing Hours:	969,518	2,347,806

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Rebuttal Exhibit 5 valuable consideration, receipt of which is levery scknowledged,
the underlyined Tara CUAT FIGURES CUITCHIES, a New York corporation, and hereby essign to ASCOLATED ARTISTS PRODUCTIONS
CORP. (formerly known as P.R.L., INc.), a Delaware corporation,
all right, title and interest of Isramount Fictures Corporation
in and to the copyrights of the Popeye motion picture certains
listed in Exhibit was attached hereto and usue a part hereof.
This assignment is made subject and spoordinate to the
agreement one confirmatory a resent respectively dated June 27.
1900 between P.R.M. It was Informed a Transmount Fictures Corporation
relation to eleven (ii) Popeye motion ricture cartoons.

L. This commander, the understand Taramount Pictures
Corporation has caused this instrument to be executed the 205deep of June, 1950.

PARAMOUNT PICTURES CONTORATION,

By A stand South Mr.



EBIBIT .

POPETE MOTION PICTURE CARTOONS

The following Popeye motion picture certoons were regis of america by Paramount Pictures Corporation:

OUT TO FUNCH
ASSAULT AND FLATTERY
INSECT TO INJURY
PARLEY HOUS WOO
I DON'T SCARE
A HAUL IN ONE
NEARLYWEDS
THE CRISTAL BRAWL
PATRIOTIC POPEYE
SPREE LUNCH
SPOOKY SWARS

Copyright Registretion Date BULLY

June 8, 1956
July 8, 1956
Aps.10, 1956
Opt.12, 1956
Bbv.16, 1956
Dec.14, 1956
Feb. 8, 1957
Apr. 5, 1957
June 25, 1957
Aug. 8, 1957 No. 6511 No. 6645 No. 6916 No. 6916 No. 7209 No. 7259 No. 7988 No. 7987 No. 8234 No. 8577 No. 9628

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STATE OF NEW YORK DIN & COUNTY OF HEW YORK

On this 25 th day of June .

to me known, who, being by me duly sworn, did depose and say

he resides at 45 West Slat

Street

to to to ; that he is Assistant Secretary of PARAMOUNT PICTURES CORPORATION the corporation de-

serited in and which executed to coregoing instrument; that he

the corporate seal of said corporation; that the seal af-

fixed to maid instrument is such corporate seal; that it was so

ffined by order of the board of directors of said corporation and but se signed aris name thereto by like order. aris name thereto by like order.

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ASSOCIATED ARTISTS PRODUCTIONS CORP.

Confirmatory and Supplemental Assignment of Gopyrights

W.CW ALL MEN BY THESE PRESE TS:

A. Associated artists Productions Corp. ("AAP"), a Delaware corporation, on July 26,1956 sold, assigned, transferred and set over unto Kanufacturers Trust Company, a New York banking corporation having its principal office at 14 Wall Street, New York, N. Y. (the "Bank") and Warner Bros. Pictures, Inc. ("Warner") certain colyrights in cursuance of and under a certain Assignment of Copyrights which AAP executed and delivered to the Bank and Warner on said date (hereinafter, together with the schedules annexed thereto, called the "Original Assignment"); and

B. Said Original Assignment was recorded in the Copyright Office of the United States on July 26, 1956, in Volume 964, Pages 1 to 295, inclusive; and

April 26, 1957 an assignment of all of its interests in the copyrights which are referred to in A above (hereinafter, together with the schedules annexed thereto), balled the "Warner assignment"), which Warner Assignment was recorded in the

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wright Office of the United States on April 26, 1957, in the DEL, Pages 23 to 215, inclusive; and

D. MAP executed and delivered to the Bank on April 26, 1957 a Confirmatory and Supplemental Assignment of Copyrights (Mareinafter, together with the schedules annexed theret called the "Supplemental Assignment"), dated April 26, 1957, which countinued in the Bank title to the copyrights which were the subject of the Original Assignment and the Marner assignment and which Supplemental Assignment was recorded in the Copyright Office of the United States on April 16, 1957 in Volume CEL, Pages 227 to 214, inclusive; and

the Marner Assignment and the Dupplemental Assignment assigned conversed and transferred to, and confirmed in the Bank withe to the Copyrights (we defined in the Original Assignment and as some specifically set (orth and described in the schedules appeared to the Original Assignment); and

Faramount Pictures Corp. executed and Gallvered as AAP two Assignments of Copyrights Derelharter, Rogenhar with the schedules annexed thereto, called the Faramount assignments, each dated August 14, 1956, in prespect of the Copyrights of Copyrights and execute to the Copyrights.

21 PAGE 190

Assignments, respectively, and listed herein as Schedule B annexed hereto (the copyrights which are the subject of the Paramount Assignments being hereinafter called the "Popeye Copyrights"), and said Paramount Assignments ware recorded in the oppyright Office of the United States, rediscrively, in Volume 963, Pages 3 to 9, inclusive, and Volume 963, Pages 12 to 14 inclusive; and

ments of copyrights (hereinafter, together with the schedules annexed thereto, celled the "Additional Assignments"), each dated July 23, 1958 in respect of the motion pictures listed in the Additional Assignments, respectively, and listed herein on Schedules a. C and D ennexed hereto (the popyrights which see the subject of the Additional Assignments being hereinafter called the "Additional Copyrights") and said Additional Assignments were recorded in the Sppyright Office of the United States in the respective Volumes and at the respective pages set worth in said Schedules a, C and U; and

H. The Original Aprigment, the Marner Assignment, the Supplemental Assignment, the Paramount Assignments and the Additional Assignments, respectively, are by the shove references and by this reference incorporated bersin as if any forth herein at length; and

WOL 1 0 2 1 PARE 200

I. AAP is the owner of the dopyrights in, or the icenses under congright of, the sotion pictures lasted in Sched smilesed hereto (said copyrights and ligenses under copyright being percentage called the "Old Product Copyrights"); and

The Bank has this day made an additional form to AAP pursuant to an Amended and Restated Loan Agreement.

dated as of October 1, 1958, between AAP and the Bank; and

E. In order to reflect certain of the collateral security for said additional loan, AAP has executed and de-

1. A Supplemental First Chattel Mortgage and Pladge, dated as of actober 17, 1958, a Copy of which is annexed herete as Exhibit A,

dated as of October 17, 1958; a copy of which is annexed hereto as Exhibit B,

3: A Confirmatory and Supplemental First Assignment (1958), detection of Detaber 17, 1958, a copy of which is annexed hereto as Exhibit 5; and

L. AAP desires to confirm and realists unto the Bank title in and to the Copyrights and to assign to the Bank all of its Fight, title and interest in and to the Ropers Copyrights, the Additional Copyrights and the Old Fredrict Kepyrights; and

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United Arrists Associates, Inc. (*IAA*) has this say purchased apparantially all of the associates of AAT, including the Copyrights, the Popeys Copyrights, the Additional Expyrights and the Did Product Copyrights, subject to the Original Assignment, Warher Assignment and Supplemental Assignment to the Bank and the assignment centained herein to the Bank, and assumed the liabilities of AAP pursuant to a Purchase Agreement dated as of October 17, 1958; and

N. AAP agreed under said Purchase Agreement to hasign separately to UAA the Copyrights Popeye Copyrights Anditional Copyrights and the Old Product Copyrights; and

O. UAA has this day adopted the aforesaid Amended and Restated Loan Agreement between AAP and the Bank and has assumed all of the Indebtedness (as defined therein and specified thereunder), pursuant to an Assumption Agreement, dated, as of October 17, 1958, between UAA and the Bank; and

P. In order to carry out the intent and purpose of said Assumption Agreement, UAA has executed and delivered to the Bank this day the following:

1. A Supplemental First Chattel Mortgage and Pledge (UAA), dated as bf-October 17 ' 1958, a copy of which is annexed as Exhibit B.

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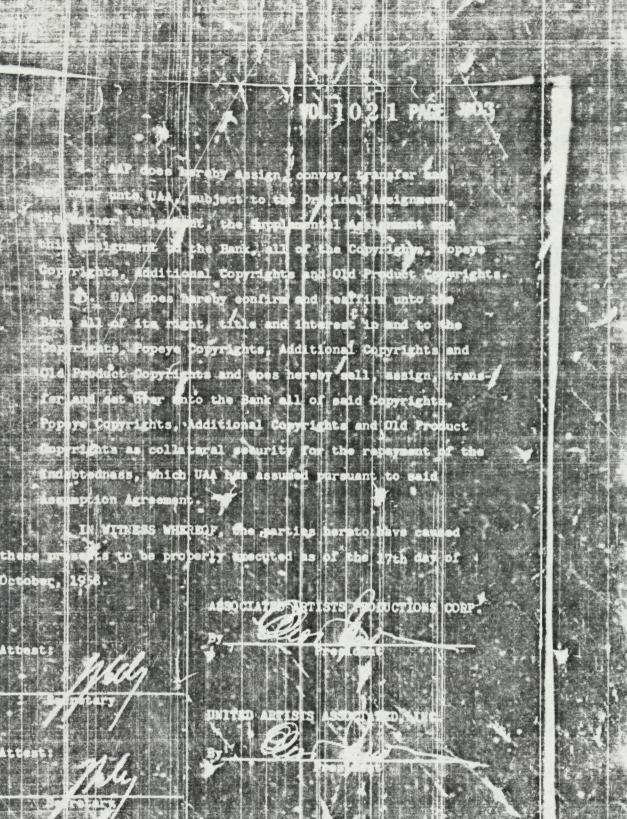
Consolidation and Modification Agreement level as of Schober 17, 1958, a copy of which is the control of which is

a Confirmatory and Supplemental First beginnent (UAA), dated as of October 17, 1958,

G. UAA desires to confirm unto the Bank all of its right, with and interest in and to the Copyrights, Popeys Copyrights, Additional Copyrights, and Old Product Copyrights,

NOW, THEREFORE, in consideration of the premises and for good and valuable consideration, receipt of which is hereby acknowledged.

1. AAP does (hemeby confirm and reaffirm unto the Bank all of AAP's right, batle and interest in and to the Copyrights beretofore sold, assigned, transferred and set over unto the Bank under and pursuant to the Original Assignment, the Warner Assignment and the Supplemental Assignment, and does hereby sell, assign, transfer and set over unto the Bank all of said Copyrights, the Popsye Copyrights, Additional Copyrights and the Old Product Copyrights as collateral security for the repayment of the Indebtedness.



COPYRIGHT OFFICE ASSIGNMENT TITLE CARDS FOR THE FOLLOWING POPEYE EPISODES TRANSFERRED FROM PARAMOUNT TO UNITED ARTISTS (PREDECESSOR COMPANIES, P.R.M. INC. AND AAP):

ASSAULT AND FLATTERY

THE CRYSTAL BRAWL

FLOOR FLUSHER

FRIGHT TO THE FINISH

GOPHER SPINACH

A HAUL IN ONE

INSECT TO INJURY

NEARLYWEDS

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POPEYE FOR PRESIDENT

PRIVATE EYE POPEYE

TAXI-TURVY

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Associated Artists Productions Corp. and
From United Artists Associated, Inc. (assignor
To Manufacturers Trust Company (assignee)

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ASSIGNMENT TITLE CARD Title and author TAXI-TURVY. From Paramount Pictures Corp. (assignor) To PaRaMa, Inc. (assignee) Class No. , of 19 Document received July 2, 1956 Recorded vol. 958 , pp. 454-477 Date of execution June 27, 1956 (Dec., 1651-400,000)

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(Nov. 1953—200,000)

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Rebuttal Exhibit 6

NEW RESEARCH REGARDING PUBLIC DOMAIN STATUS OF TITLES FROM 1984 MPAA CLAIM

TITLE	VIEWING <u>HOURS</u>
MY MAN GODFREY	433,136
MADE FOR EACH OTHER	416,844
TERROR BY NIGHT	329,323
LAUREL & HARDY	209,986
THE STRANGER	201,838
TARZAN AND THE GREEN GODDESS	78,928
TARZAN THE FEARLESS	54,638
TARZAN'S NEW ADVENTURE	50,651
THE APE	49,031
ANGEL AND THE BADMAN	43,074
THE FALLEN IDOL	12,266
MEET JOHN DOE	3,394
HIS GIRL FRIDAY	1,970
Total Viewing Hours:	1,885,079

Multimedia Entertainment, Inc. Phase II, CRT Docket 85-4-84CD Rebuttal Exhibit 7

VIEWING HOURS AND ROYALTY VALUE OF PUBLIC DOMAIN PROGRAMS CLAIMED BY MPAA

TITLE OF MPAA CLAIMED WORK	VIEWING HOURS
POPEYE	9,033,188
LONE RANGER	828,523
PERILS OF PAULINE	770,800
MY MAN GODFREY	433,136
MY DEAR SECRETARY	429,304
MADE FOR EACH OTHER	416,844
TERROR BY NIGHT	329,323
THE STRANGE LOVE OF MARTHA IVERS	220,011
LAUREL & HARDY	209,986
THE STRANGER	201,838
THE THIRTY-NINE STEPS	86,208
TARZAN AND THE GREEN GODDESS	78,928
TARZAN THE FEARLESS	54,638
TARZAN'S NEW ADVENTURE	50,651
THE APE	49,031
ANGEL AND THE BADMAN	43,074
THE SNOWS OF KILIMANJARO	12,960
THE FALLEN IDOL	12,266
MEET JOHN DOE	3,394
HIS GIRL FRIDAY	1,970
Total Viewing Hours:	13,266,073
Estimated Dollar Value of MPAA's Claims for Shows:	\$390,342.00

CERTIFICATE OF SERVICE

I, Cathy J. Stiltner, do hereby certify that I have this 18th day of November 1986, mailed by First Class, United States mail, postage prepaid, the foregoing Rebuttal Testimony of Richard C. Thrall, Senior Vice President-Programs, General Manager-Nashville, Multimedia Entertainment, Inc., to the following:

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Dennis Lane, Esquire
Wilner & Scheiner
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Suite 300
Washington, D.C. 20036
(Counsel for Motion Picture
Association of America)

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Jerome J. Shestack, Esquire Schnader, Harrison, Segal & Lewis 1111 - 19th Street, N.W. Washington, D.C. 20036 (Counsel for National Broadcasting Corporation)

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y Editores de Musica Lationoamericana
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I. Fred Koenigsberg, Esquire
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James F. Fitzpatrick, Esquire Robert Alan Garrett, Esquire Terri A. Southwick, Esquire Arnold & Porter 1200 New Hampshire Avenue, N.W. Washington, D.C. 20036 (Counsel for Recording Industry Association of America)

Caby J. Stallwan

Jeathy J. Stiltner

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November 18, 1986

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TIMOTHY L. FEAGANS
OSAGIE O. IMASOGIE
MARK E. KHALIL
REED D. RUBINSTEIN

*MEMBER DISTRICT OF COLUMBIA BAR

DIRECT DIAL NUMBER (202) 463-2924

Edward W. Ray, Chairman Copyright Royalty Tribunal 1111 Twentieth Street, NW Washington, D.C. 20036

> Re: NBC Rebuttal Testimony 1984 Phase II Proceeding Docket No. 85-4-84CB

Dear Chairman Ray:

Enclosed herewith is an original and five (5) copies of the "Written Rebuttal Testimony of the National Broadcasting Company, Inc." filed pursuant to the Tribunal's Order dated August 18, 1986.

Please let us know if there are any questions concerning this matter.

Sincerely,

Jinds M. Wellstein

Jerome J. Shestack

Linda M. Wellstein

For SCHNADER, HARRISON, SEGAL & LEWIS

Attachments

LAW OFFICES

WILNER & SCHEINER

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November 18, 1986

Copyright Royalty Tribunal 1111 20th Street, N.W. Washington, D.C. 20036

1984 Cable Royalty Distribution

Proceeding -- Phase II CRT Docket No. 85-4-84 CD

Gentlemen:

MORTON H. WILNER

COUNSEL TO THE FIRM

ARTHUR SCHEINER
RICHARD A. SOLOMON
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REBECCA L. DORCH
MICHAEL DRAYER*
ERIC NEUMAN
*NOT ADMITTED IN D. C.

*NOT ADMITTED IN D. C.

On behalf of Program Suppliers, we enclose herewith an original and five copies of our rebuttal testimony in the captioned proceeding.

Very truly yours,

Dennis Lane

DL:mmw Enclosures

DOW. LOHNES & ALBERTSON

ATTORNEYS AT LAW

1255 TWENTY-THIRD STREET

WASHINGTON, D. C. 20037

TELECOPIER (202) 659-0059

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10 1986 TELEX 425546

85-4-84CD

November 18, 1986

Chairman Edward W. Ray Copyright Royalty Tribunal 1111 - 20th Street, N.W. Room 450 Washington, D.C. 20036

Dear Chairman Ray:

TELEPHONE (202) 857-2500

ARNOLD P. LUTZKER DIRECT DIAL NO.

857-2575

On behalf of Multimedia Entertainment, Inc., we hereby submit the Rebuttal Testimony of Richard C. Thrall.

APL:cjs

Enclosure

CROWELL & MORING

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TELECOPIER: 202-452-5970 W. U. I. (INTERNATIONAL) 64344 W. U. (DOMESTIC) 89-2448

November 18, 1986

ORIGINAL !"

85-4-84CD

BY HAND

The Honorable Edward W. Ray Chairman Copyright Royalty Tribunal 1111 - 20th Street, N.W. Washington, D.C. 20036

Dear Chairman Ray:

With regard to the 1984 Phase II cable royalty distribution proceeding, the National Association of Broadcasters (NAB) believes that questions that would have required it to present rebuttal evidence regarding the value of producers' contributions to music video programs have been satisfactorily resolved. filing no rebuttal case at this time.

Very truly yours,

Robert M. Walperin

Commissioner Aguero cc: Commissioner Argetsinger Robert L. Cassler, Esquire All Phase II Counsel

UNDERSIZED DOCUMENTS

MEMORANDUM OF CALL	
TO: Multimeral A Place 11	
VIOCALART	
YOU WERE CALLED BY- YOU WERE VISITED BY-	
OF (Organization) PLEASE CALL >> PHONE NO. PTS	
WILL CALL AGAIN IS WAITING TO SEE YOU	
RETURNED YOUR CALL WISHES AN APPOINTMENT	
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63-109 STANDARD FORD G3 (Rev. 8-76)	
63-109 ** GPO : 1981 0 - 341-529 (106) ** GPO : 1981 0 - 341-529 (106) ** FPUR (41 CFR) 101-11.6	